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Attorneys for Defendants Medici Group LLC
and Robert T. Walston

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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MEDICI CLASSICS PRODUCTIONS, LLC, :
Plaintiff, : 07 Civ. 9938 (RJH)
-against- :
MEDICI GROUP LLC, MEDICI GROUP : NOTICE OF MOTION
EUROARTS, ROBERT T. WALSTON and : ECF Case
JOHN DOES Nos. 1 to 10, :
Defendants. :

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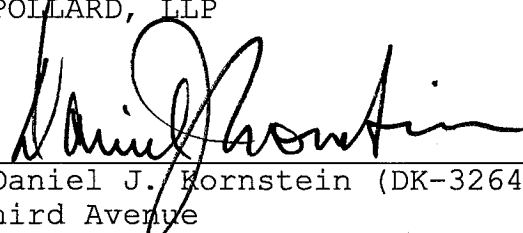
PLEASE TAKE NOTICE that, upon the declaration of Robert T. Walston dated May 12, 2008 and the exhibits annexed thereto, defendants Medici Group, LLC and Robert T. Walston will move the Court at the Courthouse, 500 Pearl Street, Courtroom 17B, New York, New York 10007 at a time and date to be set by the Court, for an order:

1. Pursuant to Fed. R. Civ. P. 12(b)(2), dismissing the action as against defendants Medici Group, LLC and Robert T. Walston for lack of personal jurisdiction; and
2. Granting such other and further relief as the Court deems just and proper.

PLEASE TAKE FURTHER NOTICE that pursuant to Local Rule 6.1(b) any opposing affidavits and answering memoranda shall be served within ten business days after service of the moving papers.

Dated: New York, N.Y.
May 14, 2008

KORNSTEIN VEISZ WEXLER
& POLLARD, LLP

By: 
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Attorneys for Defendants Medici
Group, LLC and Robert T. Walston

TO: J. Joseph Bainton (JB-5934)
BAINTON MCCARTHY LLC
26 Broadway, Suite 2400
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(212) 480-3500
Attorneys for Plaintiff

**ROBERT T. WALSTON
DECLARATION**

Daniel J. Kornstein (DK-3264)
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Attorneys for Defendants Medici Group LLC and
Robert T. Walston

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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MEDICI CLASSICS PRODUCTIONS, LLC, :

Plaintiff, : 07 Civ. 9938 (RJH)

-against- : DECLARATION

MEDICI GROUP LLC, MEDICI GROUP : ECF Case

EUROARTS, ROBERT T. WALSTON and :

JOHN DOES Nos. 1 to 10, :

Defendants. :

-----X

ROBERT T. WALSTON, pursuant to 28 U.S.C. § 1746, declares as
follows:

1. I am a defendant in this action. I am personally
familiar with the facts set forth in this declaration. I submit
this declaration in support of the motion by myself and co-
defendant Medici Group, LLC to dismiss the complaint, annexed
hereto as Exhibit A, for lack of personal jurisdiction.

2. I am a citizen and resident of California.

3. I am the managing member of co-defendant Medici Group,
LLC, and my place of business is Beverly Hills, California.
Medici Group, LLC is a Delaware limited liability company with
its offices in California.

4. Neither I nor Medici Group, LLC maintains any office in the State of New York. Neither I nor Medici Group, LLC owns property in New York, maintains a phone line in New York, or maintains a bank account in New York. I rarely visit New York, and have done so two times in the past 12 months.

5. Defendant Medici Group, LLC is a holding company created to make investments in companies in the field of media technologies, television production, and related activities. Medici Group, LLC does not produce, manufacture or distribute anything, let alone music compact discs (CDs) or digital video discs (DVDs).

6. Although the complaint names "Medici Group EuroArts" as a defendant, I am unaware of any entity with that name.

7. Medici Group, LLC owns 100% of Medici Arts, B.V., based in Amsterdam, The Netherlands. There are certain tax matters pending in The Netherlands, after which the intended line of ownership will run from Medici Group, LLC, to Medici Arts, LLC, (based in the United States, also owned 100% by Medici Group, LLC), to Medici Arts, B.V.

8. Like Medici Group, LLC, Medici Arts, B.V. and Medici Arts, LLC are holding companies with no production or distribution operations.

9. The subsidiaries of the Medici Arts, B.V. are involved in audiovisual music production and distribution in the classical music and arts field. All of these companies are based in

Europe.

10. Three of these entities produce and manufacture music CDs and DVDs that are marketed using the name "Medici." None of these three entities is located in New York or in the United States. The first is EuroArts Music International GmbH, based in Germany. The second is Ideale Audience International S.A, based in France. The third is Medici Arts Limited, U.K.

11. These entities maintain their own staff, and manage their internal operations independent of Medici Group, LLC.

12. Neither I nor Medici Group, LLC is involved in the production, manufacture or distribution of CDs or DVDs marketed with the "Medici" name. Neither I nor Medici Group, LLC negotiates licensing or distribution agreements with respect to any CDs or DVDs marketed using the "Medici" name.

13. Further, Medici Group, LLC does not maintain the website alleged in paragraph 11 of the complaint. Rather, that is maintained by Medici Arts Limited, U.K.

14. To sum up: (a) neither I nor Medici Group LLC has contacts with New York sufficient to justify personal jurisdiction over us; (b) neither I nor Medici Group LLC is involved in the production, manufacture or distribution of CDs or DVDs; and (c) the entities that are involved in those activities are based in Europe.

15. For the reasons given here and in the accompanying memorandum of law, the complaint should be dismissed for lack of

personal jurisdiction.

16. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: May 12, 2008.

A handwritten signature in cursive script, appearing to read "Robert T. Walston", written in dark ink.

Robert T. Walston

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JUDGE HOLWELL

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MEDICI CLASSICS PRODUCTIONS LLC, :

Plaintiff :

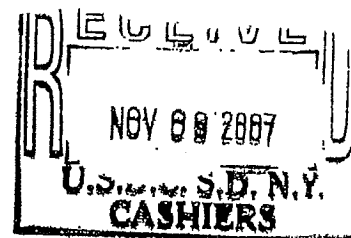
-against- :

MEDICI GROUP LLC, MEDICI GROUP
EUROARTS, ROBERT T. WALSTON and
JOHN DOES Nos. 1 to 10, :

Defendants. :
----- X

07 CIV 9938
07 Civ.

COMPLAINT



Plaintiff Medici Classics Productions LLC, by its attorneys, Bainton McCarthy LLC, for its complaint against Defendants Medici Group LLC, Medici Group EuroArts, Robert T. Walston and John Does Nos. 1 to 10 respectfully avers:

Nature of This Action

1. This is an action for unfair competition, false designation of origin and trademark infringement and federal unfair competition arising under Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a)(1), and the common law of the State of New York.

The Parties

2. Plaintiff Medici Classics Productions LLC ("Medici Classics Productions") is a limited liability company organized under the laws of the State of New York that maintains its principal place of business in New York.

9. Applications for registration of the trademark of Medici Classics Productions have been pending for some time in both the United States and European Union.

10. Medici Classics Productions' catalogue of classical music performances has been internationally available since 2003 at www.mediciclassics.com.

11. Defendants' maintain a website at www.mediciarts.co.uk.

12. On that website "Medici Arts" describes itself as "a producer and distributor of music and arts related audiovisual programs."

13. In a different section of the website, Defendants offer recordings of performances of classical music under three separate collections, one of which is entitled "Medici Masters."

14. "Medici Masters" and "Medici Group," when used in connection with any of the creation, production, advertisement or sale of recordings of performances of classical music infringes the trademark Medici Classics Productions.

15. There have been instances of actual confusion by consumers of recordings of performances of classical music offered for sale by Medici Classics Productions and consumers of recordings of performances of classical music offered for sale by Defendants under the "Medici Masters" and "Medici Group" trademarks.

16. The continued used by Defendants of the "Medici Masters" and "Medici Group" trademarks in connection with any of the creation, production, advertisement or sale of recordings of performances of classical music is likely to cause confusion among consumers.

17. On or about October 1, 2007, Medici Classic Productions placed Defendants on actual notice of their infringing conduct; Defendants engaged counsel; and then

continued to infringe the rights of Medici Classics Productions and otherwise act in violation of applicable law.

18. Defendants' infringement of the trademark of Medici Classics Productions was and continues to be willful.

19. Medici Classic Productions has no adequate remedy at law.

**AS AND FOR A FIRST CLAIM
(For Relief Under the Lanham Act)**

20. The averments of paragraphs 1 through 19 are respectfully repeated and reaverred.

21. By reason of the foregoing, Defendants have willfully engaged in conduct that has caused and, if not enjoined, will or is likely to cause confusion or mistake and to deceive consumers as to origin and sponsorship as between Medici Classics Productions' creation, production, advertisement or sale of recordings of performances of classical music and the creation, production, advertisement or sale of recordings of performances of classical music by Defendants.

22. Under the Lanham Act Medici Classics Productions is therefore entitled to (a) an injunction preliminarily and then permanently enjoining Defendants from infringing its Medici Classics Productions trademark in respect of any of the creation, production, advertisement or sale of recordings of performances of classical music; (b) an award of three times Defendants' actual profits; and (c) an award of its attorneys' fees.

**AS AND FOR A SECOND CLAIM
(For Relief Under New York Law for Trademark
Infringement And Unfair Competition)**

23. The averments of paragraphs 1 through 19 are respectfully repeated and reaverred.

24. By reason of the foregoing, Defendants have infringed the trademark of Medici Classics Productions and competed unfairly under the law of the State of New York.

25. Medici Classics is therefore entitled to (a) an injunction preliminarily and then permanently enjoining Defendants from infringing its Medici Classics Productions trademark in respect of any of the creation, production, advertisement or sale of recordings of performances of classical music; (b) an award of Defendants' actual profits; and (c) an award of its attorneys' fees.

WHEREFORE Medici Classics Productions demands judgment against Defendants as follows:

(a) On its first claim awarding it (a) an injunction preliminarily and then permanently enjoining Defendants from infringing its Medici Classics Productions trademark in respect of any of the creation, production, advertisement or sale of recordings of performances of classical music; (b) an award of three times Defendants' actual profits; and (c) an award of its attorneys' fees;

(b) On its second claim awarding it (a) an injunction preliminarily and then permanently enjoining Defendants from infringing its Medici Classics Productions trademark in respect of any of the creation, production, advertisement or sale of recordings of performances of classical music; (b) an award of Defendants' actual profits; and (c) an award of its attorneys' fees; and

(c) Awarding it such other, further or different relief as to the Court may seem just and proper.

Dated: New York, New York
November 9, 2007

BAINTON MCCARTHY LLC

By: 

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Attorneys for Plaintiff

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